

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

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OMB Number: 3235-0076
Expires: March 31, 1991
Estimated average burden

hours per response . . . 16.00

SEC USE ONLY								
Prefix		Serial						
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Name of Offering (chec STEEL QUALITY, I	k if this is an amendment and name has changed, and i	indicate change.)
Filing Under (Check box(es)	that apply): XX Rule 504 🗆 Rule 505 🗀 Rule 50	6 Section 4(6) UEOE
Type of Filing: XX New Fil	ing	にいくこうと
	A. BASIC IDENTIFICATION DAT	A DEF O 9 2005
1. Enter the information requ	uested about the issuer	(S) VEV U 0 2003
Name of Issuer (check i STEEL QUALITY, I	f this is an amendment and name has changed, and ind.	icate change.)
Address of Executive Offices	(riamosi ana sirosi, sir), stato, sip sout	Telephone Number (Including Area Code)
2541 Monroe Ave	Suite 301 Rochester, NY 14618	585-244-1840
Address of Principal Business (if different from Executive C	s Operations (Number and Street, City, State, Zip Code Offices)	te) Telephone Number (Including Area Code)
Brief Description of Business	· · · · · · · · · · · · · · · · · · ·	£,
	General Business	
Type of Business Organization	on	05072994
XX corporation	☐ limited partnership, already formed	other (please specify):
☐ business trust	☐ limited partnership, to be formed	, , , , , , , , , , , , , , , , , , , ,
	Incorporation or Organization: Month Year 8 0:5 or Organization: (Enter two-letter U.S. Postal Service a CN for Canada; FN for other foreign	- -
Jurisdiction of Incorporation	•	

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.301 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

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A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
 - · Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and

Full Name (Last name first, if individual) DIAMOND SHIRLEY Business or Residence Address (Number and Street, City, State, Zip Code) 1.05 SOUTHERN PARKWAY ROCHESTER, NEW YORK 14618 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if Individual) SOUTHWARD INVESTMENT Business or Residence Address (Number and Street, City, State, Zip Code) 2.541 MONROE AVE. ROCHESTER, NEW YORK 14618 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) TRAMDOT DEVELOPMENT CORP. Business or Residence Address (Number and Street, City, State, Zip Code) 2.541 MONROE AVE. ROCHESTER, NEW YORK 14618 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner		Beneficial Owner	■ Executive Officer	☑ Director	☐ General and/or Managing Partner
Check Box(es) that Apply:	,				
Managing Partner Full Name (Last name first, I Individual) DIAMOND SHIRLEY Business or Residence Address (Number and Street, City, State, Zip Code) 105 SOUTHERN PARKWAY ROCHESTER, NEW YORK 14618 Check Box(es) that Apply: Promoter	-	· · · · · ·	•	1618	,
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i. Has th	ne issuer so	old, or doc	s the issue	r intend to	sell, to n	on-accredi	t∞ inv⇔to	rs in this c	offering?.	. <i>.</i>	• • • • • • • •	Yes	N _o
			Ansv	ver also in	Appendix	Column	2, if filing	under UL	OE.			• •	_
2. What	is the min	imum invc	stment tha	t will be a	ccepted fro	om any ind	dividual? .					s	0
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(Check	"All State	s" or check	k indiviđu:	al States).				• • • • • • • • •	· · · · • • • •	• • • • • • • • •	• • • • • • •		State
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C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

•	Enter the aggregate offering price of securities included in this offering and the total amount yeardy sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, leck this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	\$\$	s <u>.00</u>
	Equity EXCHANGE OF 8,936,440 COMMON SHARES	\$ 8936.44	\$ 8936.44
	Ø Common □ Preferred		
	Convertible Securities (including warrants)	\$\$	s00
	Partnership Interests		,00
	Other (Specify		\$.00
	Total		\$ 8936.44
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Aggregate
		Number Investors	"Dollar Amount of Purchases
	Accredited Investors	0.	\$.00
	Non-accredited Investors		s 8936.44
	Total (for filings under Rule 504 only)		
	Answer also in Appendix, Column 4, if filing under ULOE.		
3	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering, Classify securities by type listed in Part C - Question 1.		
	Type of offering	Type of Security	Dollar Amount Sold
	Rule 505		ss
	Regulation A		\$\$
	Rule 504	common.	s_8936.44
	Total		s_8936.44
4	4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees	🗖	ss
	Printing and Engraving Costs		s_1100.00
	Legal Focs		
	Accounting Feet		s <u>1500.00</u>
	Engineering Fees		\$
	Sales Commissions (specify finders' fees separately)	0	
	Other Expenses (identify) MAILING & PRINTING		
	Total		, 6600.00

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CONFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND	JUSE	JF PROCEEDS	<u></u>	··
b. Enter the difference between the aggregate offering price given in response to Part C tion 1 and total expenses furnished in response to Part C - Question 4.a. This difference "adjusted gross proceeds to the issuer."	c is the		s_23	36.44
dicate below the amount of the adjusted gross proceeds to the issuer used or propose used for each of the purposes shown. If the amount for any purpose is not known, fur estimate and check the box to the left of the estimate. The total of the payments listed must the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b	ns dein			
and anything production of the anything in the		Payments to		
		Ossicers, & Assiliates	•	ments To Others
Szizrica and fees	o s	.00	O \$.00
Purchase of real estate	o s	.00	O 2	00_
Purchase, rental or leasing and installation of machinery and equipment				
Construction or lessing of plant buildings and facilities	🖸 \$.00	□ s	.00
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)		0.0		
Repayment of indebtedness	🗆 s	.00	□ s	.00
Working capital	🗆 s	.00	_ s_2:	336.44
Other (specify):	0 s	.00	D S	.00
· · · · · · · · · · · · · · · · · · ·				
	🖸 \$.00	🗆 s	.00
Column Totals				336.44
Total Payments Listed (column totals added)	•••	□ s_23	336.44	- -
D. FEDERAL SIGNATURE				
The issuer has duly caused this notice to be signed by the undersigned duly authorized per following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities quest of its staff, the information furnished by the issuer to any non-accredited investor process.	s and E	xchange Commis	ssion, upon	written re-
Issuer (Print or Type) STEEL QUALITY, INC.	111	Date		05
Name of Signer (Print or Type) Title of Signer (Print or Type)	# 12 h			
MORRIS DIAMOND PRESIDENT				

	E STATE SIGNATURE
	P(c), (d), (e) or (f) presently subject to any of the disqualification provisions Yes No
So	ce Appendix, Column 5, for state response.
2. The undersigned issuer hereby undertakes Form D (17 CFR 239.500) at such times a	to furnish to any state administrator of any state in which this notice is filed, a notice on as required by state law.
3. The undersigned issuer hereby undertakes issuer to offerees.	to furnish to the state administrators, upon written request, information furnished by the
limited Offering Exemption (ULOE) of the	issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform e state in which this notice is filed and understands that the issuer claiming the availability plishing that these conditions have been satisfied.
The issuer has read this notification and knows undersigned duly authorized person.	s the contents to be true and has duly caused this notice to be signed on its behalf by the
ssuer (Print or Type)	Signature , S Date
STEEL QUALITY, INC.	Mario Harriand 9-31-05
Name (Print or Type)	Title (Print or Type) PRESTDENT

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	2 3		4					5	
1							I	Disqual	ification
ŧ ,	Intend	to sell	Type of security and aggregate					under Sta	ete ULOE , attach
	to non-ac		offering price		Type of	investor and			ation of
	investors		offered in state			rchased in State		waiver	granted)
	(Part B	Item 1)	(Part C-Item1)		(Part	C-Item 2)		(Part E	-Item1)
				Number of Accredited		Number of Non-Accredited			
State	Yes	No	COMMON	Investors	Amount	Investors	Amount	Yes	No
AL		МО							NO
AK		МО							NO
AZ		NO		·		3	.30		NO
AR		NO							NÖ
CA		NO				12	1.99		NO
со		NO				3	.30		NO
СТ		NO		'		8	1.63		ИО
DE		NO							МО
DC		МО		· · · · · · · · · · · · · · · · · · ·					NO
		ИО				47	10.59		NO
GA		МО				1	.10		NO
HI		NO							NO
ID	ļ	NO							ИО
IL	 	NO				2	1.41		ИО
IN	<u> </u>	NO			` · ` · · · · · · · · · · · · · · · ·				NO
1A	ļ	NO							NO
KS	 	NO							NO
KY		NO				1	.22		NO
LA		· NO						-	NO
ME	<u> </u>	NO				1.			NO
MD	 	NO			:	7	1.04		NO
MA		NO				9	9.56		NO
MI		NO							NO
1		NO							NO
NIS	ļ	NO							NO
014	<u> </u>	NO				1	.44		NO

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$^{\Lambda}$	"	Ι.	Г.	14	1,		л.

1	:)	3			4		Disquali	
	Intend to non-ac investors	ccredited in State	Type of security and aggregate offering price offered in state (Part C-Item)	Type of investor and amount purchased in State				under Sta (if yes, explana waiver	te ULOE attach ation of granted)
	(Part B	item i)	(Part C-Hem1)	Number of	(Part C	C-Item 2) Number of		(Рап Е	-1(cm1)
State	Yes	No	COMMON	Accredited Investors	Amount	Non-Accredited Investors	Amount	Yes	No
MT		NO							МО
NE		ИО							NO
NA		NO				1	.10		NO
ИН		NO				1	.10		ИО
NJ		ИО				17	2.94		NO
NM		NO					 	<u></u>	ИО
NY		NO		·.		895	8764.34		ИО
NC		NO				1	.10		ЙO
ND		NO							NO
ОН	<u> </u>	ИО				8	69.18		NO
JOK		NO				1	.22		ИО
OR		ИО				1	.10		ИО
PA		ИО				14	3.24	:	NO
RI		ИО				1	.10		NO
SC		NO			· · · · · · · · · · · · · · · · · · ·	1	.10		ИО
SD		ИО							ИО
TN		ИО				1	.10		NO
TX		NO				5	.82		NO
UT		ИО							NO
VT		ио				1	.10		NO
VA		NO				2	2.28		NO
W'A		ИО				4	61.71		NO
M.A.		NO							NO
MI	ļ	ИО							NO
NY		NO							NO
PR		NO							ИО